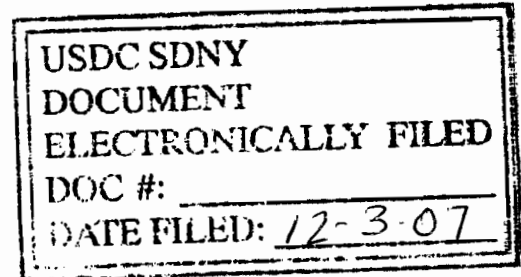


RAXOFF J

FRANKFURT KURNIT KLEIN & SELZ, P.C.
Edward H. Rosenthal (ER-8022)
Amelia K. Seewann (AS-2013)
488 Madison Avenue, 10th Floor
New York, New York 10022
(212) 980-0120
*Attorneys for Defendants Tamarind Grove LLC,
Lakshmi Pratury, Shyamoli Banerjee and Anu Sethuram*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



-----X
TAMARINDART, LLC,

Plaintiff,

-against-

TAMARIND GROVE LLC, LAKSHMI
PRATURY, SHYAMOLI BANERJEE and ANU
SETHURAM,

Defendants.
-----X

07 CV 6296 (JSR)

**STIPULATION AND
ORDER OF
SUBSTITUTION
OF COUNSEL**

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned
counsel, that Frankfurt Kurnit Klein & Selz, P.C., located at 488 Madison Avenue, New York,
New York 10022, shall be substituted as attorneys of record for Defendants Tamarind Grove
LLC, Lakshmi Pratury, Shyamoli Banerjee and Anu Sethuram in the above-captioned action in
the place of Freidberg Cohen Coleman & Pinkas, LLP, located at 444 Madison Avenue, Suite

805, New York, New York 10022, as of the date hereof. All papers should be served upon Frankfurt Kurnit Klein & Selz, P.C. henceforth.

Dated: New York, New York
November 29, 2007

FRANKFURT KURNIT KLEIN & SELZ,
P.C.

By: Edward H. Rosenthal
Edward H. Rosenthal (ER-8022)

488 Madison Avenue, 10th Floor
New York, New York 10022
(212) 980-0120

*Incoming Attorneys for Defendants Tamarind
Grove LLC.
Lakshmi Pratury, Shyamoli Banerjee and Anu
Sethuram*

FREIDBERG COHEN COLEMAN &
PINKAS, LLP

By: John A. Coleman, Jr.
John A. Coleman, Jr. (JC-7697)

444 Madison Avenue
New York, New York 10022
(212) 829-9090

*Outgoing Attorneys for Defendants Tamarind
Grove LLC.
Lakshmi Pratury, Shyamoli Banerjee and Anu
Sethuram*

SO ORDERED:

John A. Coleman, Jr.
U.S.D.J.
11-38-07

FRANKFURT KURNIT KLEIN & SELZ, P.C.
 Edward H. Rosenthal (ER-8022)
 Amelia K. Seewann (AS-2013)
 488 Madison Avenue, 10th Floor
 New York, New York 10022
 (212) 980-0120
*Attorneys for Defendants Tamarind Grove LLC,
 Lakshmi Pratury, Shyamoli Banerjee and Anu Sethuram*

UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK

-----X		
TAMARINDART, LLC.	:	
	:	
Plaintiff,	:	07 CV 6296 (JSR)
	:	
-against-	:	
	:	
TAMARIND GROVE LLC, LAKSHMI	:	DECLARATION IN
PRATURY, SHYAMOLI BANERJEE and ANU	:	SUPPORT OF
SETHURAM,	:	<u>SUBSTITUTION OF COUNSEL</u>
	:	
Defendants.	:	
-----X		

I, EDWARD H. ROSENTHAL hereby declare as follows under penalty of perjury:

1. I am a member of the firm of Frankfurt Kurnit Klein & Selz, P.C., incoming attorneys for Defendants Tamarind Grove LLC, Lakshmi Pratury, Shyamoli Banerjee and Anu Sethuram ("Defendants") in the above-captioned action. I am admitted to practice in the State of New York and before the courts of this District.

2. I submit this Declaration in support of the entry of the annexed Stipulation and Order of Substitution of Counsel, substituting Frankfurt Kurnit Klein & Selz, P.C. for outgoing counsel, Freidberg Cohen Coleman & Pinkas, LLP, for Defendants.

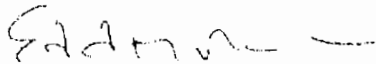
3. The reason for substitution of counsel in this litigation is that Defendants desire to retain new counsel.

4. The posture of the case is as follows: the Complaint and Answer have been served. On September 10, 2007, the Court held a conference and entered an order setting a case-management plan. Discovery is ongoing and is currently set to be completed by January 15, 2008. A final pre-trial conference is set for February 15, 2008 at 2 p.m.

5. This substitution has been interposed neither for purposes of delay nor to cause prejudice to any party.

6. This substitution has been filed on notice to counsel for all parties.

Dated: New York, New York
November 29, 2007



Edward H. Rosenthal (ER-8022)

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)

ss.:

COUNTY OF NEW YORK)

ROSEMARY SETTEDUCATO, being duly sworn, deposes and says:


I am not a party to this action, am over eighteen years of age, and reside in Livingston, New Jersey.

On November 29, 2007, I caused a true copy of Defendants Stipulation and Order of Substitution of Counsel and Declaration in Support of Substitution of Counsel to be served by email and first-class mail by placing a true copy of same in a properly addressed, securely-sealed envelope, postage postpaid, and by causing said envelope to be deposited in an official depository under the exclusive care and custody of the United States Postal Service, upon the following addressees below:

Thomas M. Furth
Kudman Thrachten Aloe, LLP
350 Fifth Avenue, Suite 4400
New York, NY 10118


ROSEMARY SETTEDUCATO

Sworn to before me this 29th
day of November 2007.


Notary Public

Notary Public
Commission Expires October 23, 2009